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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:)	
)	Chapter 11
CIRCUIT CITY STORES, INC., et al.,)	
)	Case No. 08-35653-KRH
Debtors.)	
)	(Jointly Administered)
)	

**RESPONSE OF VONAGE MARKETING, LLC
TO DEBTORS' TWENTY-THIRD OMNIBUS OBJECTION TO CLAIMS
(MODIFICATION OF CERTAIN DUPLICATE 503(b)(9) CLAIMS)**

Vonage Marketing, LLC (formerly doing business as Vonage Marketing, Inc.) ("Vonage"), by counsel, hereby responds to the Debtors' Twenty-Third Omnibus Objection to Claims (Modification of Certain Duplicate 503(b)(9) Claims) (the "Objection") as follows:

1. On or about December 19, 2008, Vonage timely filed a claim (designated Claim No. 1056) in the amount of \$69,022.58 in accordance with the procedures governing the filing of claims entitled to priority under 11 U.S.C. § 503(b)(9) in this case for goods sold to Circuit City Stores, Inc. ("Circuit City") in the ordinary course of Circuit City's business and received by Circuit City within 20 days before the date of the commencement of this case. A copy of Claim No. 1056 is attached hereto as Exhibit A.

2. On or about January 29, 2009, Vonage timely filed a secured claim (designated Claim No. 8012) in the amount of \$555,979.26. A copy of Claim No. 8012 is attached hereto as Exhibit B.

3. On or about June 23, 2009, the Debtors filed the Objection.

4. The Objection asserts that Claim No. 8012 is duplicative of Claim No. 1056 with respect to the 503(b)(9) portion of Claim No. 8012 in the amount of \$69,022.58.

5. Vonage acknowledges that the portion of Claim No. 8012 entitled to priority under 11 U.S.C. § 503(b)(9) is duplicative of Claim No. 1056 filed pursuant to the procedures established by the court governing the filing of claims entitled to priority under 11 U.S.C. § 503(b)(9).

6. Vonage does not seek duplicative payment under Claim No. 8012 for the same amounts sought under Claim No. 1056, however Vonage asserts that the character of the two claims is different. To the extent that Claim No. 8012 is not treated as a secured claim under 11 U.S.C. § 506(a), Vonage asserts that it is entitled to priority under 11 U.S.C. § 503(b)(9) up to \$69,022.58.

7. Attached hereto as Exhibit C is the Declaration of John S. Rego, Treasurer of Vonage, who has personal knowledge of the facts that support this Response.

WHEREFORE Vonage prays that (i) Claim No. 1056 be allowed in an amount no less than \$69,022.58 with priority pursuant to 11 U.S.C. § 503(b)(9) of the Bankruptcy Code to the extent not allowed as a secured claim pursuant to 11 U.S.C. § 506(a); (ii) Claim No. 8012 be allowed as a secured claim pursuant to 11 U.S.C. § 506(a) in the amount of \$555,979.26, subject to the limitations set forth above; (iii) the Objection be overruled to the extent that it seeks disallowance of any portion of Claim No. 1056 or Claim No. 8012 except as otherwise

acknowledged herein; and (iv) Vonage be granted a hearing and such other relief as may be appropriate and as its interests may appear.

Dated: Richmond, Virginia
July 16, 2009

VONAGE MARKETING, LLC

/s/ William H. Schwarzschild, III
By: _____
Counsel

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EXHIBIT A

[Claim No. 1056]

United States Bankruptcy Court
Eastern District of Virginia
Richmond Division

DEADLINE FOR
FILING 503(b)(9)
CLAIMS
5:00 P.M. Pacific Time
December 19, 2008

Section 503(b)(9) Claim Request Form

Circuit City Stores, Inc., et al., Claims Processing c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, CA 90245		Circuit City Stores, Inc., et al. Case Nos. 08-35653 through 08-35670 Chapter 11 Jointly Administered	
NOTE: Pursuant to an Order of the Bankruptcy Court in the above-referenced chapter 11 cases (see Docket No. 107), to have claims allowed as administrative expense under 11 U.S.C. § 503(b)(9), this form must be served upon Circuit City Stores, Inc., et al., Claims Processing, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, CA 90245 by December 19, 2008, the Bar Date for Section 503(b)(9) claims in the above-referenced cases. The form may be submitted in person or by regular mail, overnight mail, or hand delivery. Facsimile, email or electronic submissions will not be accepted. Requests shall be deemed filed when actually received by Kurtzman Carson Consultants LLC.			
Name and Address of Creditor: <i>(The person or other entity to whom the debtor owes money or property)</i> <u>Vonage Marketing Inc.</u> Telephone: <u>732-226-4187</u> Fax: <u>732-202-5221</u>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have made any demand(s) to reclaim goods sold to the debtor under 11 U.S.C. § 546(c). (attach copies of any such demand(s)) <input type="checkbox"/> Check box if you have transferred the rights of your claim to any third party. If so please list name of transferee: <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.	
Debtor against which claim is asserted: (Check one box below:) <input checked="" type="checkbox"/> Circuit City Stores, Inc. (Tax I.D. No. 54-0493875) <input type="checkbox"/> Abbott Advertising, Inc. (Tax I.D. No. 54-1624659) <input type="checkbox"/> Circuit City Stores West Coast, Inc. (Tax I.D. No. 95-4460785) <input type="checkbox"/> CC Distribution Company of Virginia, Inc. (Tax I.D. No. 54-1712821) <input type="checkbox"/> Circuit City Properties, LLC (Tax I.D. No. 54-0793353) <input type="checkbox"/> Patapsco Designs, Inc. (Tax I.D. No. 52-1086796) <input type="checkbox"/> Ventoux International, Inc. (Tax I.D. No. 20-1071838) <input type="checkbox"/> Sky Venture Corporation (Tax I.D. No. 54-1760311) <input type="checkbox"/> Prais, Inc. (n/a) <input type="checkbox"/> XS Stuff, LLC (Tax I.D. No. 54-2029263) <input type="checkbox"/> Kinzer Technology, LLC (Tax I.D. No. 54-2022157) <input type="checkbox"/> Circuit City Purchasing Company, LLC (Tax I.D. No. 20-0995170) <input type="checkbox"/> Orbyx Electronics, LLC (Tax I.D. No. 20-1203360) <input type="checkbox"/> InterTAN, Inc. (Tax I.D. No. 75-2130875) <input type="checkbox"/> CC Aviation, LLC (Tax I.D. No. 20-5290841) <input type="checkbox"/> Courchevel, LLC (n/a) <input type="checkbox"/> Circuit City Stores FR, LLC (Tax I.D. No. 66-0695512) <input type="checkbox"/> Mayland MN, LLC (Tax I.D. No. 20-0896116)			
Name and address where notices should be sent (if different from above) COPY Telephone: _____ Fax: _____		Check here if this claim <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated: _____	
ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR: <u>5035</u>			
1. BASIS FOR CLAIM: Goods received by the Debtor within 20 days before the date of commencement of the case. Value of Goods: \$ <u>69,022.58</u>			
2. DATE OF SHIPMENT: <u>See Attached</u> METHOD OF SHIPMENT: <u>See Attached</u> DATE OF RECEIPT: <u>See Attached</u> NAME OF CARRIER: <u>See Attached</u> PLACE OF DELIVERY: <u>see attached</u>			
3. TOTAL AMOUNT OF SECTION 503(b)(9) CLAIM: \$ <u>69,022.58</u> <input type="checkbox"/> Check the box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges.			
4. BRIEF DESCRIPTION OF CLAIM: <u>Delivery of Devices Sold</u> Describe goods sold: <u>Telephone Adapters In Use with Vonage Services</u> Attach support for your claim.			
5. CREDITS AND SETOFFS: The amount of payment on this claim has been credited and deducted for the purpose of making this claim. Including this claim, amount has been credited and deducted for the purpose of making this claim. <u>see attached</u>			FOR COURT USE ONLY RECEIVED DEC 19 2008 KURTZMAN CARSON CONSULTANTS
6. SUPPORTING DOCUMENTS: <u>Attach copies of supporting documents</u> , such as promissory notes, purchase orders, invoices, itemized statements of running accounts, or contracts. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. Attachments must be printed on 8-1/2" by 11" paper.			
7. DATE-STAMPED COPY: To receive an acknowledgement of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this claim request form.			
8. ORDINARY COURSE CERTIFICATION: By signing this claim request form, you are certifying that the goods for which payment is sought hereby, were sold to the debtor in the ordinary course of the debtor's business as required by 11 U.S.C. § 503(b)(9). Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.			
Date <u>12/18/08</u>	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any) <u>Angelique Electra, Vice President - Law</u>		

Circuit City Stores, Inc., et al.
Case No. 08-35653

Attachment to Section 503(b)(9) Claim Request Form

A. Background. Vonage Marketing Inc. ("Claimant") is a supplier of the Debtor and delivered goods reflected on the attached sheets that were received by the Debtor during the 20-day period prior to the commencement of this case. Attached is a summary of all claims for delivered goods. Further information shall be provided upon request.

B. Amount of Claims; Supplementation. The Company has paid no portion of the claims asserted in this Claim Request Form (the "Claims"). Upon information and belief, some or all of the Claims may be subject to valid setoff, counterclaim or recoupment. Claimant does not waive its right to the payment of costs, charges or expenses asserted in or associated with the Claims. Claimant further reserves the right to amend and supplement this Claim Request Form and to file other claims that may be timely filed during the course of this case.

D. No Judgment. No judgment has been rendered on the Claims presented herein.

E. Secured and Priority Status. No security is held for the Claims presented herein except to the extent that Claimant has a right of setoff with respect to the Claims. Claimant claims administrative priority status with respect to the Claims pursuant to 11 U.S.C. § 503(b)(9).

F. Reservation of Rights. Submission of this Claim Request Form is filed under compulsion of a bar date set in this case with respect to claims arising under 11 U.S.C. § 503(b)(9) and is filed to protect Claimant from forfeiture of certain of its claims by reason of said bar date. Filing of this Claim Request Form is not and should not be construed to be: (a) a waiver or release of Claimant's rights against any other entity or person liable for all or part of any claim described herein; (b) a consent by Claimant to the jurisdiction of this Court with respect to any proceeding commenced in this case against or otherwise involving Claimant; (c) a consent by Claimant to the treatment of any non-core claim against it as a core claim; (d) a waiver of the right to withdraw the reference with respect to the subject matter of these Claims, any objection or other proceedings commenced with respect thereto, or any other proceedings commenced in this case against or otherwise involving Claimant; (e) a waiver of any right to the subordination, in favor of Claimant, of indebtedness or liens held by creditors of the Company; or (f) an election of remedy which waives or otherwise affects any other remedy of Claimant. Claimant expressly reserves the right to amend or supplement this Claim Request Form in any respect, and to file additional proofs of claim for any additional claim or claims with respect to any other claim or claims that Claimant may have against the Debtor or any of its affiliates.

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Vonage Marketing Inc. 503(b)(9) Claim re Circuit City Stores Inc.

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CIRCUIT CITY #353	680 S LEMON AVE	WALNUT	CA	91789 FEDEX	074347332642993	10/15/2008	10/21/2008	WVR-VR	1	75.04
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CIRCUIT CITY #255	4000 TOWNSHIP LINE R BETHLEHEM	PA	18020 FEDEX	074347332683163	10/17/2008	10/21/2008	WVR-VR	1	75.04	
CIRCUIT CITY #255	4000 TOWNSHIP LINE R BETHLEHEM	PA	18020 FEDEX	074347332683163	10/17/2008	10/21/2008	WVR-VR	1	75.04	
CIRCUIT CITY #255	4000 TOWNSHIP LINE R BETHLEHEM	PA	18020 FEDEX	074347332685761	10/17/2008	10/21/2008	WVR-VR	1	75.04	

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Vonage Marketing Inc. 503(b)(9) Claim re Circuit City Stores Inc.

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CIRCUIT CITY #255	4000 TOWNSHIP LINE R BETHLEHEM	PA	18020 FEDEX	074347332688392	10/17/2008	10/21/2008	VDV21-CVR	1	133.65
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Vonage Marketing Inc. 503(b)(9) Claim re Circuit City Stores Inc.

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CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332689363	10/17/2008	10/21/2008	VWR-VR	1	75.04
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332689363	10/17/2008	10/21/2008	VWR-VR	1	75.04
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CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332682685	10/17/2008	10/21/2008	VDV21-VD	1	62.83
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CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332682739	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332682739	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332682739	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332683026	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332683026	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332683798	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332683798	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332683798	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332685884	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332685884	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332685914	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332685914	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332685914	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332685952	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332685952	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332685952	10/17/2008	10/21/2008	VDV21-VD	1	62.83
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332688175	10/17/2008	10/21/2008	VDV21-CVR	1	133.65
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332688175	10/17/2008	10/21/2008	VDV21-CVR	1	133.65
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332688243	10/17/2008	10/21/2008	VDV21-CVR	1	133.65
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332688243	10/17/2008	10/21/2008	VDV21-CVR	1	133.65
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332688243	10/17/2008	10/21/2008	VDV21-CVR	1	133.65
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332688410	10/17/2008	10/21/2008	VDV21-CVR	1	133.65
CIRCUIT CITY #567	1901 COOPER DR	ARDMORE	OK	73401 FEDEX	1074347332688410	10/17/2008	10/21/2008	VDV21-CVR	1	133.65

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Vonage Marketing Inc. 503(b)(9) Claim re Circuit City Stores Inc.

CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924501	10/31/2008	11/4/2008	VWR-VR	1	75.04
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924525	10/31/2008	11/4/2008	VWR-VR	1	75.04
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924525	10/31/2008	11/4/2008	VWR-VR	1	75.04
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924525	10/31/2008	11/4/2008	VWR-VR	1	75.04
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924563	10/31/2008	11/4/2008	VWR-VR	1	75.04
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924563	10/31/2008	11/4/2008	VWR-VR	1	75.04
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924563	10/31/2008	11/4/2008	VWR-VR	1	75.04
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924235	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924235	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924242	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924242	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924242	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924266	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924266	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924273	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924273	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924303	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924303	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924327	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924327	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924334	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924334	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924334	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924334	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924365	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924365	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924389	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924389	10/31/2008	11/4/2008	VDV21-VD	1	62.83
CIRCUIT CITY #755	1100	CIRCUIT CITY RD	MARION	IL	62959	FEDEX	074347332924600	10/31/2008	11/5/2008	VWR-VR	1	75.04
CIRCUIT CITY #775	19925	INDEPENDENCE	GROVELAND	FL	34736	FEDEX	074347332924600	10/31/2008	11/5/2008	VWR-VR	1	75.04
CIRCUIT CITY #775	19925	INDEPENDENCE	GROVELAND	FL	34736	FEDEX	074347332924600	10/31/2008	11/5/2008	VWR-VR	1	75.04
CIRCUIT CITY #775	19925	INDEPENDENCE	GROVELAND	FL	34736	FEDEX	074347332924600	10/31/2008	11/5/2008	VWR-VR	1	75.04

Vonage Marketing Inc. 503(b)(9) Claim re Circuit City Stores Inc.

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CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924228	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924228	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924228	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924259	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924259	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924259	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924280	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924280	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924280	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924297	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924297	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924310	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924310	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924310	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924341	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924341	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924341	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924358	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924358	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924358	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924433	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924433	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924433	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924457	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924457	10/31/2008	11/5/2008	VDV21-VD	1	62.83
CIRCUIT CITY #775	19925 INDEPENDENCE GROVELAND FL	34736 FEDEX 074347332924457	10/31/2008	11/5/2008	VDV21-VD	1	62.83

EXHIBIT B

[Claim No. 8012]

COPY

B 10 (Official Form 10) (12/08)

UNITED STATES BANKRUPTCY COURT Eastern District of Virginia		PROOF OF CLAIM
Name of Debtor: Circuit City Stores, Inc.		Case Number: 08-35853
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): Vonage Marketing LLC (f/k/a Vonage Marketing, Inc.)		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
Name and address where notices should be sent: Vonage Marketing, LLC Attn: Angelique Electra, Vice President - Law (See Addendum) 23 Main Street Holmdel, NJ 07728		Court Claim Number: (If known) _____
Telephone number: (732) 226-4187		Filed on: _____
Name and address where payment should be sent (if different from above): Telephone number: _____		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
1. Amount of Claim as of Date Case Filed: \$ <u>555,979.26</u> If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507 (a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507 (a)(5). <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507 (a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507 (a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507 (a)(). Amount entitled to priority: \$ _____
2. Basis for Claim: <u>Goods Sold</u> (See instruction #2 on reverse side.)		*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
3. Last four digits of any number by which creditor identifies debtor: <u>5326</u> 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input checked="" type="checkbox"/> Other Describe: _____ Value of Property: \$ _____ Annual Interest Rate _____ % Amount of arrearage and other charges as of time case filed included in secured claim, If any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ <u>555,979.26</u> Amount Unsecured: \$ <u>0.00</u>		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		
7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain: _____		
Date: <u>1/29/09</u>	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. Vonage Marketing, LLC by <u>Henry B. Dickens</u> its <u>Asst. Secretary</u>	

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. § 1519

RECEIVED

JAN 29 2009

AMERICAN BANKRUPTCY CONSULTANTS

**ADDENDUM TO CLAIM OF
VONAGE MARKETING LLC**

**Circuit City Stores, Inc., et al.
Case No. 08-35653**

- A. Background. Vonage Marketing LLC (f/k/a Vonage Marketing Inc.) ("Claimant") is a supplier of the Debtor and delivered goods reflected on the attached invoices and/or summaries.
- B. Amount of Claim; Supplementation. The Debtor has paid no portion of the claims asserted in this Proof of Claim (the "Claim"). Upon information and belief, the Claim is subject to valid setoff, counterclaim or recoupment. Claimant does not waive its right to the payment of costs, charges or expenses asserted in or associated with the Claim. Claimant further reserves the right to amend and supplement this Claim.
- C. No Judgment. No judgment has been rendered on the Claim presented herein.
- D. Secured and Priority Status. The Claim presented herein is secured pursuant to 11 U.S.C. § 506(a)(1) to the extent of Claimant's valid right of setoff or recoupment with respect to the Claim. Claimant asserts a right of setoff or recoupment with respect to the full amount of the Claim.
- E. Reservation of Rights. Submission of this Claim is filed under compulsion of a bar date set in this case and is filed to protect Claimant from forfeiture of certain of its claims by reason of said bar date. Filing of this Claim is not and should not be construed to be: (a) a waiver or release of Claimant's rights against any other entity or person liable for all or part of any claim described herein; (b) a consent by Claimant to the jurisdiction of this Court with respect to any proceeding commenced in this case against or otherwise involving Claimant; (c) a consent by Claimant to the treatment of any non-core claim against it as a core claim; (d) a waiver of the right to withdraw the reference with respect to the subject matter of this Claim, any objection or other proceedings commenced with respect thereto, or any other proceedings commenced in this case against or otherwise involving Claimant; (e) a waiver of any right to the subordination, in favor of Claimant, of indebtedness or liens held by creditors of the Company; or (f) an election of remedy which waives or otherwise affects any other remedy of Claimant. Claimant expressly reserves the right to amend or supplement this Claim in any respect, and to file additional proofs of claim for any additional claim or claims with respect to any other claim or claims that Claimant may have against the Debtor or any of its affiliates.
- F. Notices. All notices concerning this proof of claim shall be sent to:

Vonage
Angelique Electra
Vice President - Law
23 Main Street
Holmdel, NJ 07733
Tel.: (732) 226-4187

EXHIBIT C

[Declaration of John S. Rego, Treasurer]

William H. Schwarzschild, III (VSB No. 15274)
W. Alexander Burnett (VSB No. 68000)
WILLIAMS MULLEN
Two James Center, 17th Floor
1021 East Cary Street
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aburnett@williamsmullen.com

Counsel for Vonage Marketing, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

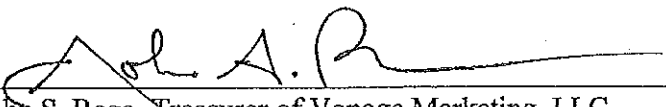
In re:)	
)	Chapter 11
CIRCUIT CITY STORES, INC., et al.,)	
)	Case No. 08-35653-KRH
Debtors.)	
)	(Jointly Administered)
)	
)	

**DECLARATION OF JOHN S. REGO, TREASURER
OF VONAGE MARKETING, LLC**

I, John S. Rego, Treasurer of Vonage Marketing, LLC (formerly doing business as Vonage Marketing, Inc.), hereby declare as follows:

1. I have reviewed the Response of Vonage Marketing, LLC to Debtors' Twenty-Third Omnibus Objection to Claims (Modification of Certain Duplicate 503(b)(9) Claims) (the "Response").
2. I am personally aware of the information set forth in the Response.
3. The Response is true and correct to the best of my information and belief.

Date: July 15, 2009



John S. Rego, Treasurer of Vonage Marketing, LLC

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true copy of the foregoing Response of Vonage Marketing, LLC to Debtors' Twenty-Third Omnibus Objection to Claims (Modification of Certain Duplicate 503(b)(9) Claims) was served this 16th day of July, 2009, via email and by first class mail, postage prepaid, upon:

Dion W. Hayes

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One James Center, 901 E. Cary St.
Richmond, VA 23219
dhayes@mcguirewoods.com

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Norfolk, VA 23510
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/s/ William H. Schwarzschild, III
By: _____
William H. Schwarzschild, III

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Counsel for Vonage Marketing, LLC

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